

AMENDMENT NO. 5 TO MANAGEMENT AGREEMENT

This AMENDMENT NO. 5 TO MANAGEMENT AGREEMENT ("Amendment") is made and entered into effective as of September 8, 2021 by and between ORANGE COUNTY SANITATION DISTRICT, a county sanitation district duly organized and existing pursuant to Section 4700 *et. seq.* of the Health & Safety Code of the State of California ("Owner"), and THE MULLER COMPANY, LLC ("Manager").

R E C I T A L S :

A. Owner and Manager entered into that certain Management Agreement dated as of February 28, 2018, Amendment No 1 dated August 28, 2018, Amendment No 2 dated February 28, 2019, Amendment No 3 dated May 22, 2019 and Amendment No 4 dated July 22, 2020 (collectively the "Agreement") pursuant to which Owner contracted with Manager to provide management services for 18350 Mount Langley, Fountain Valley, California, the "Property" and to provide management services for 18368, 18375, 18381, 18384 Bandilier Circle, Fountain Valley, California, the "Additional Properties".

B. Except as otherwise set forth herein, all capitalized terms used in this Amendment shall have the same meaning given such terms in the Agreement.

C. Owner and Manager desire to amend the Agreement to change the Expiration Date and change the Management Fee and Properties, as hereinafter provided.

NOW, THEREFORE, in consideration of the foregoing Recitals and the mutual covenants contained herein, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. Parties agree to renew the Agreement for a thirteen (13) month term from January 1, 2022 through January 31, 2023 ("Expiration Date").
2. Parties agree to provide the Option to renew the Agreement for an additional twelve (12) month term from February 1, 2023 through January 31, 2024 upon written notice.
3. The parties hereby agree that the Owner shall pay to Manager, as compensation for Manager's management services, on a monthly basis, a management fee (the "Additional Properties Management Fee") in the amount equal to \$0.05/psf/month for the actual Additional Properties in addition to the existing Management Fee in the Agreement for the Property. The square footage of the Additional Properties and Additional Properties Management Fee per each individual Additional Property is as follows:

a.	18368 Bandilier Circle	6,000 sq.ft.	\$ 300.00/month
b.	18375 Bandilier Circle	6,000 sq.ft.	\$ 300.00/month
c.	18381 Bandilier Circle	6,000 sq.ft.	\$ 300.00/month
d.	18384 Bandilier Circle	6,000 sq.ft.	\$ 300.00/month

Total square footage: 24,000 @ \$0.05/psf/month = \$ 1,200.00/month

4. No Further Modification. Except as set forth in this Amendment No. 5, all of the terms and provisions of the Agreement shall remain unmodified and in full force and effect.

IN WITNESS WHEREOF, this Amendment has been executed as of the day and year first above written.

**ORANGE COUNTY SANITATION
DISTRICT**

Dated: _____

By: _____

John B. Withers, Chair, Board of Directors

Dated: _____

By: _____

Kelly A. Lore, Clerk of the Board

Dated: _____

By: _____

Ruth Zintzun
Purchasing & Contracts Manager

THE MULLER COMPANY, LLC

Dated: _____

By: _____

Jon M Muller President
Print Name and Title of Officer

80-036-0072
IRS Employer's I.D. Number